

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR
PUERTO RICO,

as representative of

THE COMMONWEALTH OF PUERTO
RICO, *et al.*,
Debtors.¹

PROMESA
Title III

No. 17 BK 03283-LTS

(Jointly Administered)

In re:

THE FINANCIAL OVERSIGHT AND
MANAGEMENT BOARD FOR
PUERTO RICO,

as representative of

THE EMPLOYEES RETIREMENT
SYSTEM OF THE COMMONWEALTH OF
PUERTO RICO (“ERS”),
Debtor.

PROMESA
Title III

No. 17 BK 03566-LTS

MOTION TO SUBSTITUTE PARTY

TO THE HONORABLE COURT:

COMES NOW UBS Financial Services Inc. (“UBS Financial”), by and through its undersigned counsel, and hereby respectfully moves to substitute UBS Financial Services Incorporated of Puerto Rico (“UBS-PR”) in this case on the following grounds:

¹ The Debtors in these Title III cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481); (ii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686); (iii) Puerto Rico Highways and Transportation Authority (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808); (iv) Puerto Rico Sales Tax Financing Corporation (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (v) Puerto Rico Electric Power Authority (Bankruptcy Case No. 17-BK-4780 (LTS)) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (Bankruptcy Case No. 19-05523 (LTS)) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as bankruptcy case numbers due to software limitations).

1. On July 14, 2021, UBS Financial and UBS-PR entered into a Merger Agreement (the “Merger”) pursuant to Section 253 of the Delaware General Corporation Law and Section 3733 of the General Corporations Act (2009) of Puerto Rico. As a result of the Merger, UBS-PR merged into UBS Financial and ceased to exist, with UBS being the surviving corporation. *See Exhibit A* (Certificate of Ownership and Merger).

2. The Merger was effective July 31, 2021. *Id.* ¶ 11.

3. Following the Merger, on July 28, 2021, UBS Financial filed a Certificate of Merger before the Secretary of State of Puerto Rico, informing of the Merger and listing UBS Financial as the surviving corporation. *See Exhibit B* (Certificate of Merger).

4. On July 31, 2021, UBS Financial filed a Certificate of Dissolution, also before the Secretary of State of Puerto Rico, certifying that the dissolution of UBS-PR had been authorized pursuant to Article 9.05 of the General Corporations Act (2009) of Puerto Rico and was effective on that same date. *See Exhibit C* (Certificate of Dissolution).

5. Because UBS-PR ceased to exist effective July 31, 2021, UBS Financial respectfully moves to substitute UBS-PR in this case.

WHEREFORE, UBS Financial respectfully requests that the Court take notice of the foregoing and to substitute UBS-PR in this case.

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RESPECTFULLY SUBMITTED.

In San Juan, Puerto Rico this 15th day of September, 2022.

OF COUNSEL:

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